

B 210A (Form 210A) (12/09)

UNITED STATES BANKRUPTCY COURT

DISTRICT OF DELAWARE

In re W.R. Grace & Co.-Conn., Debtor.

Case No. 01-01139

PARTIAL TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

Midtown Acquisitions L.P.

Name of Transferee

Longacre Master Fund, Ltd.

Name of Transferor

Name and Address where notices to transferee should be sent:

Midtown Acquisitions L.P.
65 East 55th Street, 19th Floor
New York, New York 10022

Court Claim # (if known): 13352

Amount of Claim as Filed: \$6,850,000.00

Amount of Claim Transferred: \$3,425,000.00 (or 50% of the Amount of Claim as Filed)

Date Claim Filed: 3/31/03

With a copy to:

Richards Kibbe & Orbe LLP
Attn: Managing Clerk
One World Financial Center
New York, NY 10281

Phone: _____

Last Four Digits of Acct #: _____

Phone: _____

Last Four Digits of Acct. #: _____

Name and Address where transferee payments should be sent (if different from above):

Phone: _____

Last Four Digits of Acct #: _____

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By: 
Name of Transferee/Transferee's Agent

Date: 12/5/11

By: 
Name of Transferor/Transferor's Agent

Date: 12-7-11

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.